

TIL LIMITED

[CIN: L74999WB1974PLC041725]

Regd. Office : 1, Taratolla Road, Garden Reach, Kolkata 700 024

Tel : (033) 6633 2000/2845; Fax : (033) 2469 3731/2143

Website : www.tilindia.in



**NOTICE OF THE 41ST ANNUAL GENERAL MEETING, BOOK CLOSURE
AND ELECTRONIC VOTING INFORMATION**

Notice is hereby given that the 41st Annual General Meeting (AGM) of TIL LIMITED ('the Company') is scheduled to be held on Friday, 22nd July, 2016 at 10:00 Hours IST at the Registered Office of the Company at 1, Taratolla Road, Garden Reach, Kolkata- 700 024 to transact the business set-out in the Notice of the AGM dated 27th May, 2016.

The Company has on 28th June, 2016 completed dispatch of the Notice of the AGM, Attendance Slip & Proxy Form and the Annual Report for the financial year ended 31st March, 2016 (a) through electronic mail (e-mail) to the Members whose e-mail IDs are registered in the records of Depository Participants (DPs) and (b) through physical mode to the other Members (whose e-mail IDs are not registered) at their registered postal address by the permitted mode. Members who wish to receive the said documents in physical form, the same shall be sent by the Company free of cost at their registered address. For this purpose, Members are requested to send an e-mail quoting their DP ID-Client ID/Folio No. to secretarial.department@tilindia.com. Members may also download the Annual Report, Notice of the AGM, Attendance Slip & Proxy Form available at the Company's website at www.tilindia.in.

Pursuant to Section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 16th July, 2016 to Friday, 22nd July, 2016 (both days inclusive) for the purpose of the AGM.

In terms of and in compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Notice is further given that :-

- a) The Company is providing the Members facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means. Members may cast their votes on electronic voting system from place other than the venue of the AGM (remote e-Voting). For this purpose, the Company has entered into an arrangement with National Securities Depository Limited ("NSDL") for facilitating remote e-Voting services to the Members.
- b) Voting rights shall be reckoned on the paid up value of the shares registered in the name of the Member/Beneficial Owner (in case of electronic shareholding) as on the cut-off date i.e. Friday, 15th July, 2016. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. 15th July, 2016 only shall be entitled to avail the facility of remote e-Voting as well as voting in the AGM. A User ID and Password for casting the electronic vote has been sent to all the Members. The Notice of the AGM is also available on NSDL's website at <https://www.evoting.nsdl.com>.
- c) The e-Voting period shall remain open for 3 days from Tuesday, 19th July, 2016 (09:00 Hours IST) to Thursday, 21st July, 2016 (17:00 Hours IST). The e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Members, the same cannot be changed subsequently. The detailed procedure/instructions for e-Voting are contained in the Notice of the AGM. In case of any query or grievance, you may refer to the Frequently Asked Questions (FAQs) and e-Voting user manual for Members, available at the Downloads section of <https://www.evoting.nsdl.com> or call on toll free no. 1800-222-990.
- d) Any person, who acquires shares of the Company and becomes Member of the Company after dispatch of the Notice of AGM and holding shares as on the cut-off date i.e. Friday, 15th July, 2016, may obtain the User ID and Password by sending a request at evoting@nsdl.co.in. However, if you are already registered with NSDL for remote e-voting then you can use your existing User ID and Password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com.
- e) The Members who have cast their vote electronically prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- f) The facility of ballot paper voting shall be made available at the AGM and the Members attending the AGM who have not already cast their vote by e-Voting shall be able to exercise their right at the AGM. For abundant clarity, in the event of ballot voting, please note that the Members who have exercised their right to vote by electronic means shall not vote by way of ballot voting at the AGM. The voting rights of the Members shall be in proportion to the shares of the paid up equity share capital of the Company.
- g) Contact Details of the persons responsible to address the grievances are as under :

i) Voting by Ballot :

Mr. Kuntal Mustafi

C B Management Services (P) Limited

P-22, Bondel Road, Kolkata 700 019

Telephone: (033) 4011 6700/6711/6718, Email: rta@cbmsl.com

ii) e-Voting :

Mr. Rajiv Ranjan

National Securities Depository Ltd. (NSDL)

Trade World-A Wing, Kamala Mills Compound, Lower Parel

Mumbai-400 013

Telephone: 022 2499 4738, Email: rajivr@nsdl.co.in

This Notice is also available on website of the Company at www.tilindia.in and also on the website of NSDL at www.evoting.nsdl.com.

Place : Kolkata
Date : 29.06.2016

For TIL Limited
Sekhar Bhattacharjee
Company Secretary